

**STRONG BOARD/STAFF RELATIONS=
STRONG ORGANIZATION**

**VIRGINIA VOLUNTEERISM AND SERVICE
CONFERENCE**

MAY 2017

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Learning Objectives:

You will be able to:

1. Understand the roles of the board and the staff, and the factors that influence the relationships between the executive and the board
2. Gain insights about how to cultivate an effective board-staff partnership to advance your organization's mission
3. Discuss, clarify and support realistic expectations for your board and staff to create a more cohesive and effective working partnership
4. Have a strong foundation for positive organizational culture by cultivating greater capacity for open and honest communication between the executive and the board of directors

1. The Board's Roles & Responsibilities

- Reviewing the Board's three roles



Primary Responsibilities: Full Board

1. Establish Strategic Direction

- Determine mission and purpose
- Ensure effective planning

2. Ensure the Necessary Resources

- Ensure adequate financial resources
- Select the chief executive
- Build a competent board
- Enhance the organization's public standing

3. Provide Oversight

- Monitor and strengthen programs and services
- Protect assets and provide financial oversight
- Ensure legal and ethical integrity
- Support and evaluate the chief executive

2. Creating Expectations

- i. Why the board/staff partnership matters
- ii. Characteristics of effective board/staff partnerships
- iii. Potential sources of conflict and how to avoid them

Why the Board/Staff Partnership Matters

“Well-led nonprofits tend to have high-performing boards, leadership succession plans, and strong partnerships between the chief executive and board members.”

—Navigating the Organizational Lifecycle

BoardSource © 2006

Board/Staff Roles Worksheet

- Group should complete Board/Staff Roles Worksheet
- Report out
- Discussion

Characteristics of Effective Board/Staff Partnerships

Shared
understanding of
mission and
vision

Clear roles and
responsibilities

Open and
honest
communication

Two-way
evaluation

Potential Sources of Conflict

1. Poor data/info/communication
2. Varied working styles/personalities
3. Unclear expectations
4. Different values or priorities
5. Change or transitions in the leadership or organizational direction



Board and CEO Sources of Conflict Discussion

List some specific examples of sources of conflict

- Poor data info/communication
- Varied working styles/personalities
- Unclear expectations
- Different values or priorities

3. Constructive Partnership

- i. Shared understanding of mission and vision
- ii. Communications
- iii. The board chair/CEO relationship
- iv. Building trust



What should the board expect from the chief executive?

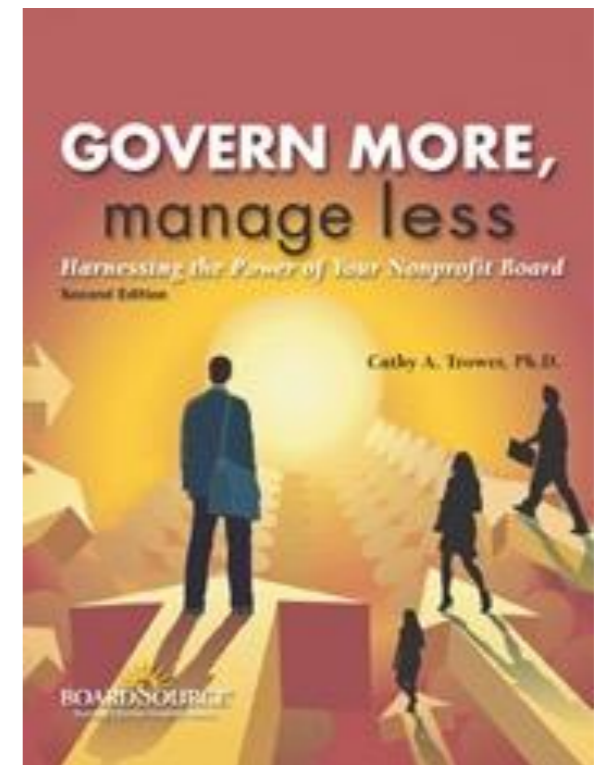
Expectations

- Liaison between board and staff
- Positive attitude about the partnership
- Identification of issues for board attention
- Strategic information that assists the board in governing
- Recommendations for action before the meeting
- No surprises! Accept accountability

What should the chief executive expect from the board?

To govern more and manage less:

- Timely and clear decisions
- Directors who are informed and prepared
- Mutual accountability
 - Up-to-date job description, performance objectives, regular performance reviews
- No micromanaging
- A board that speaks with one voice



Shared Understanding of Mission and Vision

“Exceptional boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and core values.”

(Principle 2: The Source)

Board and Staff:

- ensure the mission is integrated into marketing, fundraising, meetings, and decision-making
- work to inspire passion for the mission
- communicate the organization's core purposes
- measure performance related to the mission

Open Communication

“Board members often don’t know what they don’t know...board members don’t deal with the organization’s issues on a daily basis, and we may forget details that are important to the decision-making process. We look to the chief executive to provide key information... including information about unknowns and uncertainties.”

- Board Chair

The Board Chair/CEO Relationship

Communications: Developing Common Ground



- Have an open dialogue
- Provide information at the right time:
 - background materials - a few weeks before the meeting
 - Minutes - within a few weeks of the meeting
 - communications to inspire board engagement - ongoing
 - bad news or crisis management - the sooner, the better
- Deal with issues quickly
- Collaborate

1. Do an annual performance review.
2. Have KPAWN sessions.
3. Communicate, communicate ...



“This is the most frustrating, interesting, stressful, intrinsically rewarding job I have ever had.”

Consider...

When or how
does board/staff
communication
most often fail?

When is
communication
most often
effective?

What might be
helpful for the
other party to
know to promote
effective
communication?

The Board Chair/CEO Relationship

Roles of the Board Chair

- Maintain a mutually supportive relationship
- Ensure effective board development
- Support board in policy and oversight
- Chair and facilitate board meetings
- Align board actions with organization's priorities

Roles of the Chief Executive

- Develop staff
- Establish operational plans
- Manage resources
- Represent the organization
- Identify internal/external issues
- Support board governance functions
- Collaborate with chair on board meeting prep

1. Communicate openly and fairly with the chief executive.
1. Liaise between the board and the chief executive.
1. Lead and encourage board to support and evaluate the chief executive.
1. Discuss issues confronting the organization with the chief executive.
1. Review with chief executive any issues of concern to the board.



Balance

“ Great organizations have board chairs and chief executives who lead and take responsibility on one hand and embrace inclusiveness, delegate, and empower others to have a voice on the other hand – all in the context of serving the organization.”

—The Bottom Line: The Human Factor

The Board Chair/CEO Relationship

1. Practice self-management
2. Avoid self-defeating habits
3. Juggle roles and responsibilities
4. Create and maintain a relationship with each other
5. Build relationships with individual board members



Building Trust

Trust enables board and staff to support and challenge one another by asking and answering tough questions that serve the organization's interest.

- What are your rules of engagement?
- Is there integrity in the process?

The Board Chair and CEO set the tone from the top by modelling trust

4. Sharing Leadership

- i. When the board takes the lead
- ii. When the CEO takes the lead
- iii. Executive sessions
- iv. Board self-assessment and accountability
- v. Assessment of the CEO

Shared Leadership

Board Leads

- Share values through policies that put mission into action
- Hires, supports, assesses CEO
- Oversees financial due diligence
- Recruits and

CEO Leads

- Develop/Proposes policy questions
- Hires, supports, supervises, motivates staff
- Develops and implements programs

Board/CEO Share Leadership

- Strategic Plan
- Fundraising plan and strategies
- Preparing for board meetings
- Identifying potential board members

members

Group share of CEO/Board Chair working together

- What are some best practices of CEO/Board Chair working together?
 - How often talk/meet
 - Prepare agendas for meetings
 - Who represents organization in public
 - How should staff complaints be handled
 - Other

Effective meetings

Meeting Planning

- Purpose of meeting
- How often meet
- Time/Location

Agenda

- Consent agenda
- Mission moment
- Governance moment
- Who drafts agenda
- Dashboards

Communications

- Running the meeting
- Between meetings
- Parliamentary Procedures
- Roberts Rules of Order
- Who leads meeting
- Quorum
- Board minutes

Executive Sessions



Opportunity for the full board to meet in private with and without the chief executive

Must be used when confidentiality is required

May be used routinely to strengthen mutual understanding, board cohesion, and the board/chief executive partnership

Should be used consistently to alleviate feelings of apprehension and lessen the secretive and covert atmosphere

Consent Agenda

- **Written set of proposals that requires board action but not discussion/debate (e.g., minutes, dates of meetings)**
- **Circulate to board in advance**
- **During meeting, remove any issues that the board would like to discuss**
- **Board votes approval of amended agenda and moves on to critical issues**

Dashboards

- **Present succinct, easily readable performance indicators**
- **Provides early warning indicators**
- **One- to two-page document with graphs, charts, tables, or columns - and limited text.**
- **Incorporate in board meetings**

Board Self-Assessment and Accountability

A+

- “CEOs of boards that have done a formal, written board assessment in the past 3 years report higher performing boards, better board orientation, and greater board engagement”.
- —BoardSource, Leading With Intent 2015

Why Assess the Board?

- To model accountability and enhance credibility for the organization among staff, volunteers, donors and other constituencies
- To identify gaps between expected and actual performance
- To ensure that all board members have a shared understanding of the board's roles and responsibilities
- Provide a context for discussing opportunities to strengthen the board

Step 7: Evaluate the Board

“Even if you are on the right track, you’ll get run over if you just sit there.”

-- Will Rogers (1879 – 1946)

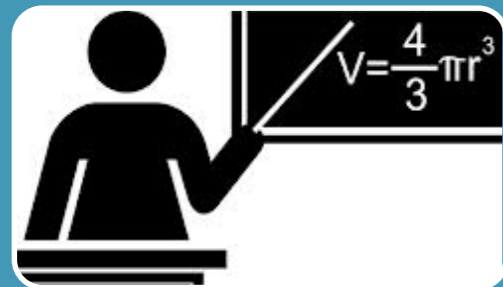
American actor and comedian



Why a CEO Assessment?



Opportunity to express support and appreciation



CEO performance affects organizational performance



Regular, planned feedback is preferable to reactive, or change-induced feedback



Neglect can be costly

Consider this:

- 73% of CEOs are satisfied with their performance evaluation process.
- And, more notably, 91% are satisfied with their jobs.
- CEOs who have formal performance evaluations are more satisfied with their jobs. (Based on Leading With Intent 2015 Survey)

CEO Transitions:

Practices, Pitfalls, and Sticky Predicaments

Has your board discussed succession planning?

Create the Plan: Executive Transition

- Align mission, vision, values.
- Appoint a Transition Committee.
- Organizational and governance assessment (strengths/weaknesses facing the next CEO & the organization)
- Create profile of skills & characteristics needed in next CEO

Reference Checks

- Would you rehire this person?
- If you owned a business, would you let this person run it for you?
- How does this person deal with conflict?
- What did the candidate accomplish that really made a difference to your organization?
- Knowing that no one is perfect, what deficiencies should he or she work on?

Pitfalls, Issues, Predicaments

- Executive Compensation
- CEO Assessments

Executive Compensation

- Salary and wages, bonuses
- Severance payments, deferred payments, retirement benefits, fringe benefits
- Other financial arrangements
 - Personal vehicle
 - Meals
 - Housing

Executive Compensation Safeguards

- Review and approval by governing body or compensation committee.
- Use of comparable data.
- Contemporaneous documentation and recordkeeping of deliberations and decisions.

CEO Assessment

- What questions will be asked?
- Use of existing tool or develop own?
- Who will be asked for feedback?
- Who will gather and analyze feedback?
- How will the results be shared
 - with the CEO?
 - with the Board?

CASE STUDIES...

- **BREAK INTO THREE GROUPS—**
- **DISCUSS CASE STUDIES FOR 15 MINUTES**
- **ONE PERSON SHOULD SCRIBE**
- **GROUPS REPORT OUT FOR 5 MINUTES EACH**

Thank You for attending....
Questions or comments?

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